

PMB&SC Ltd (Cardiff Bay Yacht Club)
Members Minutes of the Meeting of the
Council of Management Monday 1st December 2025 18:30

The identity of individuals required to take actions subsequent to this meeting are shown in the 'Action' Column.

| Council of Management, Membership for 2025/26 | | |
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| President | Idris Dibble | Vice President |
| Commodore: | Huw Bumford | Vice-Commodore: John Lewis |
| Rear Commodore: | Peter Askew | Secretary Roger Wallington |
| Treasurer | James Dwyer | Membership Secretary Andy Willmott |
| Sailing Secretary | Nick Hankins | |
| Training Centre Principal | Matt Sayer | |
| Elected Members | | |
| Paul Akerman | Mike Steel | Alan Thorne |
| Mike Kenrick | Harvey Preston | |
| Co-opted Members | | |
| Simon Gadsby | | |

Present: Huw Bumford (HW), Roger Wallington (RW), Andy Willmott (AW), Paul Ackerman (PA), James Dwyer (JD), Peter Askew (PWA), Mike Kenrick (MK), Simon Gadsby (SG), Nick Hankins (NH), Alan Thorne (AT), Idris Dibble (ID), John Lewis (JL), Harvey Preston (HP), Matt Sayer (MS), Mark Cheeseman (MC)

| Item | Minute | Action |
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| 1 | Apologies. 1.1 Mike Steel (MST) | |
| 2 | Minutes of Last Meeting: 2.1 The draft minutes of the meeting on Monday 20 th October 2025 were adopted as a true and accurate record of that meeting. | |
| 3 | Correspondence: 3.1 NH stated that the basic WKA documentation has still not been completed to CBYC satisfaction. RW also indicated that he is still awaiting documentation regarding their bank communication address. Sam Thomas had discovered a post by WKA on social media stating that through the WKA membership of CBYC was open to anyone. The WKA has been requested to remove this post as this is contrary to previous agreements. A further meeting is scheduled for January when the decision to terminate cooperation will be taken if deemed necessary. As relationships with Cardiff University are good and on a proper footing it was suggested that keelboat operations with others, especially universities, should take place on this basis. | NH NH |

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| 3.2 | RW reported the BC OGA had written thanking CBYC for hosting their AGM and that all arrangements had worked well and requested that all staff should be congratulated. | |
| 4 | Commodore's Review | |
| 4.1 | Both sub-groups reported that progress had been made and were requested to report in full before the AGM in 2026. | |
| 4.2 | HB stated that there was nothing further to report regarding the Orion development and Cardiff Cruising. | |
| 4.3 | <p>JD discussed his paper on the future governance of PMB&SC Ltd, Cardiff Bay Yacht Club. RW stated that the Articles and Byelaws would need updating if the totality of his recommendations were implemented. RW reminded CoM that the membership would need to approve the AoA changes at a General Meeting and that draughting such changes would probably require input from a Corporate Solicitor. He also stated that no employee could become a member of CoM, i.e. a Director, as this is expressly forbidden in the Memorandum of Association (Article 5). This is not subject to change.</p> <p>There followed a lengthy discussion during which it was agreed that:</p> <ul style="list-style-type: none"> • CoM needed to be slimmed down and be responsible for Strategy and Policy – Article 12.1 • The GM to be responsible for day-to-day operations – Bylaw 1.7 • A defined and active committee structure, headed by a Director and including appropriate staff and members. <p>It was important to separate the business aspects from the membership water sports aspects.</p> <p>RW confirmed that the Articles allowed for a minimum of 9 Directors with a fixed quorum of 7 and thus part of the proposal could be partially accomplished without the need for changes. RW also stated that he had reviewed the governance issue as he is required to do under CA2006 and had come to similar conclusions, a copy of which had been sent to JD.</p> <p>MS stressed that resilience within CoM needs to be maintained to ensure that the club maintains its management capability in the even of staff changes, especially at GM level.</p> <p>It was agreed that JD and RW would produce a proposal that could be implemented within the current governance requirements to be put to CoM for approval and presented to the Membership at the next AGM.</p> | JD/RW |
| 4.4 | The memberships response to the Waste Management Survey was reviewed and it was agreed to set up a sub-group, PWA/RW/AW, to put forward proposals for implementation. | PWA |
| 4.5 | JD stated that he was still discussing with HSBC if cash could be transferred to CBYC at branches. He expected to have an answer by the January CoM. | JD |
| 4.6 | HB confirmed that CBYC had been voted 'The King of Clubs' at the Club Awards 2025 earlier in Leicester. Congratulations to members and staff alike. | |
| 5 | Financial Report | |

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| 5.1 | <p>It was expected that a surplus of about £11k would be reported for FY 2025. This was welcomed as it included that difficult period over refurbishment when costs were still being accrued but income from clubhouse services much reduced.</p> | |
| 5.2 | <p>Budget planning is underway for 2025/26 and draft budgets, including capital, will be submitted for CoM approval at January's meeting.</p> | JD/MC |
| 6 | Operations Report | |
| | <p>Verbal Operational report inc. VC and RC.</p> | |
| 6.1 | <p>MK gave an update on the 'dirty boat' process. The remaining issues mainly concerned 3 members, [REDACTED] [REDACTED]; the later being the owner of [REDACTED]. Issues surrounding the [REDACTED] are ongoing, but the informal process regarding the two others has come to an unsatisfactory end and now requires formal Notices to Remove to be issued by the office.</p> <p>MK suggested that the berthing terms and conditions needed strengthening and HP suggested that the membership process should include a recent photograph of the boat.</p> <p>It was agreed that both the Byelaws and Berthing Agreement need strengthening.</p> | <p>MC</p> <p>MC/HP sub-group</p> |
| 6.2 | <p>Both new RIBs had been delivered either with or now modified to include hydraulic steering and were operational.</p> <p>MS confirmed that the Training School requirements had now been confirmed as; 2 RIBs and 2 Jeanneaus. Current inventory is 4 RIBs and 3 Jeanneaus and a disposal programme is required to minimise maintenance costs.</p> | MS |
| 7 | Activities | |
| | <p>Verbal reports.</p> | |
| 7.1 | <p>Sailing activity has deceased due to seasonal factors. The schedule for offshore cruising/racing has been circulated.</p> <p>The proposal for 110 Platinum berths was discussed. It had the backing of the Harbour Authority as it is within our existing area of control. These berths would be for larger boats. ID indicated that this area was shallow, other shallow areas within the Bay causing boats to ground had already been reported. HP stated that there were no upfront costs and income and expenditure was identified within the proposal for several charging scenarios. RW indicated that the IRR for the recommended regime as stated, which did not include utilities, staffing and maintenance and any other ongoing associated costs, was about 11% and with the cost of capital at about 9% it was financially viable assuming it could be filled to 80% capacity within 5 years. It was agreed to prepare a proposal to be put to the membership at the AGM, the draft to be available at the next CoM.</p> | HP/MK |
| 7.2 | <p>The advertised fishing comp. had to be cancelled due to weather conditions. Presentation arrangements are being planned.</p> | |

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| | The summer Comp., June 13 th , is being planned in conjunction with Angling Cymru. It is expected that the on-line booking system will be available by then. | |
| 7.3 | AW stated that the rowing boat had been repaired, a bilge pump failure. Activities will now start next year. | AW |
| 7.4 | AT stated that the Disabled shower/toilet was now in working condition after the recent issues. AT introduced the Membership Development Plan that supports the marina development. It was agreed that AT would develop a resolution and proposal to be put to the membership at the AGM. These to be reviewed at the next CoM. Upcoming events are available on the website. | AT/AW |
| 8 | Training School | |
| 8.1 | Verbal report. | |
| 8.2 | The TS Development Plan is on hold due to the need to recruit PMs replacement. There is no in situ potential replacement. | MS |
| 9 | Membership Secretary | |
| 9.1 | Report previously circulated. | |
| 9.2 | All applications recommended by AW were approved unanimously. | AW |
| 9.3 | An outline of new Membership process was discussed but the proposals discussed may impact the suggest plan. HP requested that a sub-group consisting of AW/PWA/RW prepares the documentation and presents it at the next CoM meeting. AW also presented a document regarding membership classes and their rights under the constitution. HP stated that the sub-group should also consider this. | AW |
| 10 | AOB | |
| 10.1 | AW stated that [REDACTED] was in the yard and [REDACTED] is looking at repairing her and taking ownership. Is there any way he could take over her current berth? It was confirmed that there is nothing in the current Terms and Conditions that allows this and as there was a waiting list for berths this would be circumventing the due processes and building future problems. MC stated that [REDACTED] was part of the Dirty Boats process and had been issued a Notice to Remove the boat. It was agreed that circumventing due processes would not be a benefit to the Club. | |
| 10.2 | ID stated that in one of the recent TARS races 3 boats grounded well away from the shore by the flats at the Taff entrance. It was reported but the Harbour Authority did not find anything specific. The Barrage Act requires the water to be at least 3m deep within 100m of the shore. It was also mentioned that the point by the locks/Penarth dock was also very shallow. It was agreed that this would be discussed with Harbour Master at the next meeting. | HB |
| 10.3 | RW stated that on 18 th November 2025 identity verification became a legal requirement for company directors, this had been discussed previously. All directors should verify their identity using the link: | |

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| | <p>https://www.gov.uk/guidance/verify-your-identity-for-companies-house?utm_content=&utm_medium=email&utm_name=&utm_source=govdelivery&utm_term=</p> <p>There is a 12 month transition period.</p> | |
| 10.4 | <p>RW stated that Stage 2 of the Sports Wales Energy Saving Grant for £25k is progressing, it needs to be submitted by 7th January 2026. An independent report is in the process of being completed for submission to Sports Wales, following due process. If by any chance we are unsuccessful 50% of the fee will be reimbursed.</p> <p>An update on the original quotation is still awaited but RW has been given an indicative quotation by a respected Cardiff Company who will be carrying out a survey in mid-December. This reduced the capital cost from £107k to about £60k. At this level the IRR is over 50% with the grant and over 25% without, both cases are financially very appealing and could be supported by existing funds.</p> | |
| 10.5 | <p>MS reported that a member, [REDACTED], had entered the Female Changing facilities when they were occupied. However, it is understood he was showing guests the new facilities and the intrusion was unintended. This incident has been recorded on his Harbour Assist record.</p> | |
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| | <p>Date of Next meeting: Scheduled for 19th January 2026 at 18.30 in the Board Room.</p> | |
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| | <p>Meeting Closed: 20.35 hrs</p> | |